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January 7, 2015

VIA ECF

The Honorable Katherine B. Forrest,  
United States District Court,  
Southern District of New York,  
500 Pearl Street,  
New York, New York 10007.

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Re: *In re Aluminum Warehousing Antitrust Litigation*, No. 13-md-02481 (KBF)

Dear Judge Forrest:

In accordance with this Court's direction during our November 24, 2014 telephone conference, I write on behalf of all defendants to request leave to submit three sur-replies in further opposition to plaintiffs' motions for leave to amend. These sur-replies would be consolidated with the replies that defendants are entitled to file in support of their motion to dismiss the Eastman Kodak Company ("Kodak") complaint.

On January 2 and 3, 2015, plaintiffs filed three briefs totaling 127 pages. These reply briefs rely extensively on new allegations and arguments based on the one-sided staff "report" of the Senate Permanent Subcommittee on Investigation ("PSI") issued on November 19, 2014 before the PSI hearings were held. The first-level purchaser plaintiffs ("FLPs") also have submitted a proposed *fourth* amended complaint that seeks to add well over 200 paragraphs of new factual allegations and to assert five additional causes of action. As we stated during the November 24, 2014 telephone conference, defendants should be permitted to respond to new allegations and claims not included in plaintiffs' opening briefs or in the FLPs' proposed third amended complaint.

Defendants are entitled under the rules to submit reply briefs in support of their motions to dismiss Kodak's complaint, but need leave of Court to submit additional briefs on the issue of leave to amend. Defendants therefore request leave to file the

The Honorable Katherine B. Forrest

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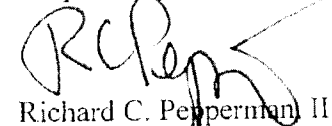
following three combined submissions responding to both the Kodak complaint and the motions for leave to amend:

- A joint reply/sur-reply by all defendants (not to exceed 8 pages) addressing the issue of antitrust standing in both cases.
- A joint reply/sur-reply by all defendants (not to exceed 35 pages) addressing all other issues in both cases (except as noted below).
- A separate reply/sur-reply by JPMorgan (not to exceed 10 pages) addressing the two brand new claims asserted against it in the FLPs' proposed fourth amended complaint and any other issues specific to the JPMorgan defendants in both cases.

Given the coordination that will be required to prepare the three replies/sur-replies, defendants respectfully request that they be given until January 30, 2015 to file these three briefs.

Counsel for the three individual plaintiffs have advised me that they do not oppose this request. Counsel for the FLPs have stated that they oppose defendants' request to submit a sur-reply on the issue of antitrust standing in their action but that they do not oppose defendants' other two requested sur-replies.

Respectfully,

  
Richard C. Pepperman II

(Enclosure)

cc: All Counsel

So ordered. Leave to  
file granted and timing  
as 1/30/15 granted.

← B. For  
US DJ

1/8/15